

12.12 Section 1125 of the Bankruptcy Code

The Trustee has, and upon Confirmation of the Plan shall be deemed to have solicited acceptances of the Plan in good faith and in compliance with the applicable provisions of the Bankruptcy Code.

12.13 Section 1146 Exemption

To the fullest extent permitted under section 1146(a) of the Bankruptcy Code, the execution, delivery or recording of an instrument of transfer under the Plan or the Asset Purchase Agreement, or the transfer or sale of any real or other Property of or to the Debtor, the Estate, the Retained Estate, or the Trustee, shall not be taxed under any state or local law imposing a stamp tax, transfer tax or similar tax or fee. Consistent with the foregoing, each recorder of deeds or similar official for any county, city or governmental unit in which any instrument hereunder is to be recorded shall, pursuant to the Confirmation Order, be ordered and directed to accept such instrument, without requiring the payment of any documentary stamp tax, deed stamps, stamp tax, transfer tax, mortgage recording tax, intangible tax or similar tax.

12.14 Time

Unless otherwise specified herein, in computing any period of time prescribed or allowed by the Plan, the day of the act or event from which the designated period begins to run shall not be included. The last day of the period so computed shall be included, unless it is not a Business Day, in which event the period runs until the end of next succeeding day that is a Business Day. Otherwise, the provisions of Bankruptcy Rule 9006 shall apply.

12.15 No Attorneys' Fees

No attorneys' fees will be paid by the Trustee with respect to any Claim except as expressly specified herein or by order of the Bankruptcy Court.

12.16 No Injunctive Relief

No Claim shall under any circumstances be entitled to specific performance or other injunctive, equitable or other prospective relief.

12.17 Continued Confidentiality Obligations

Pursuant to the terms thereof, any Holder of a Claim, the Purchaser, and their respective predecessors, successors and assigns shall continue to be obligated and bound by the terms of any confidentiality agreement executed by them in connection with this Chapter 11 Case or the Debtor, to the extent that such agreement, by its terms, may continue in effect after the Confirmation Date.

12.18 No Admissions or Waivers

Notwithstanding anything herein to the contrary, nothing contained in the Plan shall be deemed an admission or waiver by the Trustee with respect to any matter set forth herein, including, without limitation, liability on any Claim or the propriety of any classification of any Claim.

12.19 Entire Agreement

The Plan (and all Exhibits to the Plan) sets forth the entire agreement and undertakings relating to the subject matter hereof and supersedes all prior discussions and documents. The Trustee shall not be bound by any terms, conditions, definitions, warranties, understandings, or representations with respect to the subject matter hereof, other than as expressly provided for herein or as may hereafter be agreed to by the parties in writing.

12.20 Bar Date for Professionals

Applications for Professional Fee Claims for compensation for services rendered and reimbursement of expenses incurred by Professionals employed by the Trustee from the Appointment Date through the Effective Date shall be Filed no later than forty-five (45) days after the Confirmation Order becomes a Final Order or such later date as the Bankruptcy Court approves. Such applications shall be served on: (a) the Trustee, with a copy to her counsel at the addresses set forth in Section 12.10 hereof; (b) the Office of the United States Trustee; and (c) Diane E. Vuocolo, Greenberg Traurig, LLP, 2700 Two Commerce Square, 2001 Market Street, Philadelphia, PA 19103, counsel for the Prepetition Secured Lender. In accordance with Local Rule 2016-1(i), applications for Professional Fee Claims that are not timely Filed will not be considered by the Bankruptcy Court. Notwithstanding anything to the contrary in this Section 12.20 of the Plan, the application for final approval of the Trustee's Commission may be filed at any point up to and including the time that the Trustee files her final report of administration of the Estate.

12.21 Conflicts

To the extent any provision of the Disclosure Statement or any instrument, document or agreement executed in connection with the Plan or Confirmation Order (or any exhibits, schedules, appendices, supplements or amendments to any of the foregoing) conflicts with, or is in any way inconsistent with, the term of this Plan, the terms and provisions of the Confirmation Order shall govern and control.

ARTICLE XIII **CONFIRMATION REQUEST**

The Trustee hereby requests confirmation of the Plan pursuant to section 1129(a) or section 1129(b) of the Bankruptcy Code.

[Signature page follows]

Dated: ~~April~~May 25~~3~~3, 2013

**BONNIE GLANTZ FATELL AS CHAPTER 11
TRUSTEE FOR THE BANKRUPTCY ESTATE
OF WOODCREST COUNTRY CLUB**

By: _____
Bonnie Glantz Fatell, Esquire

[SIGNATURE PAGE TO SECOND AMENDED CHAPTER 11 PLAN OF
REORGANIZATION PROPOSED BY BONNIE GLANTZ FATELL, AS CHAPTER 11
TRUSTEE FOR THE BANKRUPTCY ESTATE OF WOODCREST COUNTRY CLUB]

Comparison Details	
Title	pdfDocs compareDocs Comparison Results
Date & Time	5/23/2013 2:26:11 PM
Comparison Time	3.48 seconds
compareDocs version	v3.3.3.50

Sources	
Original Document	[#22216347] [v1] Trustee's First Amended Plan of Reorganization.doc
Modified Document	[#22222824] [v3] Trustee's Second Amended Plan of Reorganization.doc

Comparison Statistics	
Insertions	9
Deletions	11
Changes	18
Moves	2
TOTAL CHANGES	40

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Deletions	
<u>Moves</u> / Moves	
Inserted cells	
Deleted cells	
Formatting	[Formatting options]
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Comments color	[Comments color options]
Balloons	[Use Balloons option only]

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Open Comparison Report after Saving	General	Always
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Include Footnotes / Endnotes	Word	True
Include List Numbers	Word	True
Include Tables	Word	True
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Include Moves	Word	True
Show Track Changes Toolbar	Word	True
Show Reviewing Pane	Word	True
Update Automatic Links at Open	Word	True
Summary Report	Word	End
Include Change Detail Report	Word	Separate
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